



Order Filed on January 28, 2020
by Clerk
U.S. Bankruptcy Court
District of New Jersey

**UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF NEW JERSEY**

Caption in compliance with D.N.J. LBR 9004-1

GIBBONS P.C.

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*Counsel to the Debtors
and Debtors-in-Possession*

In re:

NEW ENGLAND MOTOR FREIGHT, INC., *et al.*,

Debtors.¹

Chapter 11

Case No. 19-12809 (JKS)

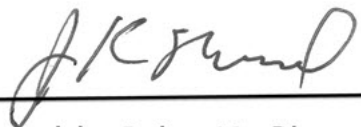
(Jointly Administered)

**STIPULATION AND AGREED ORDER ALLOWING LYKINS
ENERGY SOLUTIONS' CLAIM NO. 67 AT A REDUCED AMOUNT**

The relief set forth on the following page numbered two (2) through five (5) is hereby

ORDERED.

DATED: January 28, 2020



Honorable John K. Sherwood
United States Bankruptcy Court

¹ The Debtors in these chapter 11 cases and the last four digits of each Debtor's taxpayer identification number are as follows: New England Motor Freight, Inc. (7697); Eastern Freight Ways, Inc. (3461); NEMF World Transport, Inc. (2777); Apex Logistics, Inc. (5347); Jans Leasing Corp. (9009); Carrier Industries, Inc. (9223); Myar, LLC (4357); MyJon, LLC (7305); Hollywood Avenue Solar, LLC (2206); United Express Solar, LLC (1126); and NEMF Logistics, LLC (4666).

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Debtors: New England Motor Freight, Inc., *et al.*

Case No.: 19-12809 (JKS)

Caption: Stipulation and Agreed Order Allowing Lykins Energy Solutions' Claim No. 67 at a Reduced Amount

This *Stipulation and Agreed Order Allowing Lykins Energy Solutions' Claim No. 67 at a Reduced Amount* (the "Stipulation and Agreed Order") is made by and among Lykins Energy Solutions ("Lykins"), the above-captioned debtors-in-possession (the "Debtors") and together with Lykins, the "Parties").

RECITALS

WHEREAS, on February 11, 2019 (the "Petition Date"), the above-captioned debtors and debtors in possession (the "Debtors") each filed a voluntary petition for relief under chapter 11, title 11, United States Code, 11 U.S.C. §§ 101, *et seq.* (the "Bankruptcy Code"), in the United States Bankruptcy Court for the District of New Jersey (the "Bankruptcy Court"), thereby initiating the chapter 11 cases. With the exception of the Debtors sold as going-concerns, Eastern Freight Ways, Inc. and Carrier Industries, Inc., the Debtors, as debtors-in-possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code, engaged in an orderly liquidation of their assets and wind-down of their businesses, toward the goal of preserving and maximizing the value of their assets for all creditors; and

WHEREAS, on or about February 25, 2019, the Office of the United States Trustee appointed the Official Committee of Unsecured Creditors (the "Committee"); and

WHEREAS, on March 25, 2019, Lykins filed claim number 67 (the "Lykins' Claim" or the "Claim") in the total amount of \$37,072.96 as a priority administrative expense claim under 11 U.S.C. Section 503(b)(9), a copy of which is attached hereto as Exhibit A; and

WHEREAS, the Parties have agreed that the Lykins' Claim should be allowed as a priority claim under 11 U.S.C. Section 503(b)(9) in the reduced amount of \$28,612.50 and that the balance

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Debtors: New England Motor Freight, Inc., *et al.*

Case No.: 19-12809 (JKS)

Caption: Stipulation and Agreed Order Allowing Lykins Energy Solutions' Claim No. 67 at a Reduced Amount

of such Claim should be expunged;

WHEREAS, the Committee has no objection to entry of this Stipulation and Agreed Order; and

WHEREAS, the Parties desire to memorialize the allowed priority claim by this Stipulation and Agreed Order.

NOW, THEREFORE, the Parties stipulate and agree, and the Court hereby finds and **ORDERS** as follows:

1. The foregoing recitals are incorporated herein by reference.
2. Lykins shall have an allowed priority claim against the Debtors in the amount of \$28,612.50 pursuant to 11 U.S.C. § 503(b)(9) ("Allowed Claim Amount"), which shall be paid within 10 days of entry of this Stipulation and Agreed Order. Any and all other claims, including, but not limited to Claim No. 67, of Lykins against the Debtors' estates be and hereby are deemed expunged and/or waived.
3. Effective upon the receipt of the Allowed Claim Amount by Lykins, Lykins forever waives, releases and discharges the Debtors, the Debtors' estates, and each of their respective successors, agents and assigns of and from any and all manner of action and actions, cause and causes of action, suits, guarantees, debts, sums of money, accounts, reckonings, bonds, bills, covenants, contracts, controversies, agreements, promises, variances, trespasses, damages, judgments, executions, claims, and demands whatsoever in law or in equity, now known or unknown, or hereafter becoming known, for, upon, or by reason of any matter, cause or thing related to the Lykins' Claim, whether or not such claims are known or unknown to the Lykins, and

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Debtors: New England Motor Freight, Inc., *et al.*

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Caption: Stipulation and Agreed Order Allowing Lykins Energy Solutions' Claim No. 67 at a Reduced Amount

whether or not such claims have been asserted by Lykins.

4. This Stipulation and Agreed Order constitutes the entire agreement and supersedes all prior agreements and understandings, both written and oral, between the Parties with respect to the subject matter hereof and, except as otherwise expressly provided herein, is not intended to confer upon any other person any rights or remedies hereunder.

5. The undersigned persons represent and warrant that they have full authority to execute this Stipulation and Agreed Order on behalf of the respective Parties and that the respective Parties have full knowledge of and have consented to this Stipulation and Agreed Order.

6. This Stipulation and Agreed Order may be executed in one or more counterparts, each of which shall be deemed an original. It shall not be necessary in making proof of this Stipulation and Agreed Order to produce or account for more than one such counterpart.

7. This Stipulation and Agreed Order may not be amended without the express written consent of all Parties hereto.

8. This Stipulation and Agreed Order shall be binding upon the Parties hereto and upon all of their affiliates, assigns and successors, including without limitation any bankruptcy trustee that might be appointed in the future.

9. It is acknowledged that each of the Parties has participated in and jointly consented to the drafting of this Stipulation and Agreed Order and that any claimed ambiguity shall not be construed for or against either of the Parties on account of such drafting.

10. Each of the Parties hereby irrevocably consents to the jurisdiction of the Bankruptcy Court with respect to any action to enforce the terms and provisions of this Stipulation

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Debtors: New England Motor Freight, Inc., *et al.*

Case No.: 19-12809 (JKS)

Caption: Stipulation and Agreed Order Allowing Lykins Energy Solutions' Claim No. 67 at a Reduced Amount

and Agreed Order and expressly waives any right to commence any such action in any forum other than the Bankruptcy Court. This Stipulation and Agreed Order shall be interpreted and construed in accordance with the laws of the State of New Jersey, without regard to the conflict of laws of the State of New Jersey.

IN WITNESS WHEREOF, the Parties hereto have executed this Stipulation and Agreed Order as of the date and year first written below and each such Party consents to the form and manner of this Stipulation and Agreed Order.

AGREED TO AND JOINTLY SUBMITTED BY:

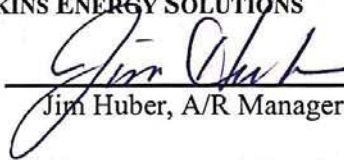
<p>Dated: January 24, 2020 <i>27</i></p> <p>GIBBONS P.C.</p> <p>By: <u><i>Mark B. Conlan</i></u> Mark B. Conlan</p> <p>One Gateway Center Newark, NJ 07102-5310 Tel: (973) 596-4500 E-mail: mconlan@gibbonslaw.com</p> <p><i>Counsel to the Debtors and Debtors-in-Possession</i></p>	<p>Dated: January __, 2020</p> <p>LYKINS ENERGY SOLUTIONS</p> <p>By: _____ Jim Huber, A/R Manager</p> <p>5163 Wolfpen Pleasant Hill Rd Milford, OH 45150 Tel: (513) 965-6285 E-mail: jhuber@lykinsenergy.com</p> <p><i>Lykins Energy Solutions</i></p>
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Debtors: New England Motor Freight, Inc., *et al.*
Case No.: 19-12809 (JKS)
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IN WITNESS WHEREOF, the Parties hereto have executed this Stipulation and Agreed Order as of the date and year first written below and each such Party consents to the form and manner of this Stipulation and Agreed Order.

AGREED TO AND JOINTLY SUBMITTED BY:

<p>Dated: January 24, 2020</p> <p>GIBBONS P.C.</p> <p>By: _____ Mark B. Conlan</p> <p>One Gateway Center Newark, NJ 07102-5310 Tel: (973) 596-4500 E-mail: mconlan@gibbonslaw.com</p> <p><i>Counsel to the Debtors and Debtors-in-Possession</i></p>	<p>Dated: January <u>27</u>, 2020</p> <p>LYKINS ENERGY SOLUTIONS</p> <p>By:  _____ Jim Huber, A/R Manager</p> <p>5163 Wolfpen Pleasant Hill Rd Milford, OH 45150 Tel: (513) 965-6285 E-mail: jhuber@lykinsenergy.com</p> <p><i>Lykins Energy Solutions</i></p>
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2777131.1 115719-100281

EXHIBIT A

Debtor	<u>NEW ENGLAND MOTOR FREIGHT INC</u>
United States Bankruptcy Court for the:	District of <u>NEW JERSEY</u>
Case number	<u>19-12809 (JKS)</u>

RECEIVED
2019 MAR 25 PM 4:09
US BANKRUPTCY COURT/DRC

Official Form 410

Proof of Claim

JSBC DISTRICT OF NEW JERSEY
NEW ENGLAND MOTOR FREIGHT, INC ET AL
CHAPTER 11 CASE NO. 19-12809 (JKS)
CLAIM NUMBER: **00067**

13836

04/16

Read the instructions before filling out this form. This form is for making a claim for payment in a bankruptcy case. Do not use this form to make a request for payment of an administrative expense. Make such a request according to 11 U.S.C. § 503.

Filers must leave out or redact information that is entitled to privacy on this form or on any attached documents. Attach redacted copies of any documents that support the claim, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, judgments, mortgages, and security agreements. Do not send original documents; they may be destroyed after scanning. If the documents are not available, explain in an attachment.

A person who files a fraudulent claim could be fined up to \$500,000, imprisoned for up to 5 years, or both. 18 U.S.C. §§ 152, 157, and 3571.

Fill in all the information about the claim as of the date the case was filed. That date is on the notice of bankruptcy (Form 309) that you received.

Part 1: Identify the Claim

1. Who is the current creditor?	<u>LYKINS ENERGY SOLUTIONS</u> Name of the current creditor (the person or entity to be paid for this claim)	
	Other names the creditor used with the debtor <u>LYKINS OIL COMPANY</u>	
2. Has this claim been acquired from someone else?	<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. From whom? _____	
3. Where should notices and payments to the creditor be sent? Federal Rule of Bankruptcy Procedure (FRBP) 2002(g)	Where should notices to the creditor be sent? <u>LYKINS ENERGY SOLUTIONS</u> Name <u>5133 WOLFEN PLEASANT HILL RD.</u> Number Street <u>MILFORD OH 45150</u> City State ZIP Code Contact phone <u>513 965-6285</u> Contact email <u>JHUBER@LYKINS ENERGY.COM</u>	Where should payments to the creditor be sent? (if different) Name Number Street City State ZIP Code Contact phone Contact email
	Uniform claim identifier for electronic payments in chapter 13 (if you use one): _____	
4. Does this claim amend one already filed?	<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. Claim number on court claims registry (if known) _____ Filed on ____ / ____ / ____	
5. Do you know if anyone else has filed a proof of claim for this claim?	<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. Who made the earlier filing? _____	

Part 2: Give Information About the Claim as of the Date the Case Was Filed

6. Do you have any number you use to identify the debtor? ☐ No
☐ Yes. Last 4 digits of the debtor's account or any number you use to identify the debtor: 5475

7. How much is the claim? \$ 37,072.96 Does this amount include interest or other charges?
☐ No
☒ Yes. Attach statement itemizing interest, fees, expenses, or other charges required by Bankruptcy Rule 3001(c)(2)(A).

8. What is the basis of the claim? Examples: Goods sold, money loaned, lease, services performed, personal injury or wrongful death, or credit card.
Attach redacted copies of any documents supporting the claim required by Bankruptcy Rule 3001(c).
Limit disclosing information that is entitled to privacy, such as health care information.
FUEL SOLD

9. Is all or part of the claim secured? ☒ No
☐ Yes. The claim is secured by a lien on property.
Nature of property:
☐ Real estate. If the claim is secured by the debtor's principal residence, file a *Mortgage Proof of Claim Attachment* (Official Form 410-A) with this *Proof of Claim*.
☐ Motor vehicle
☐ Other. Describe: _____
Basis for perfection: _____
Attach redacted copies of documents, if any, that show evidence of perfection of a security interest (for example, a mortgage, lien, certificate of title, financing statement, or other document that shows the lien has been filed or recorded.)
Value of property: \$ _____
Amount of the claim that is secured: \$ _____
Amount of the claim that is unsecured: \$ _____ (The sum of the secured and unsecured amounts should match the amount in line 7.)
Amount necessary to cure any default as of the date of the petition: \$ _____
Annual Interest Rate (when case was filed) _____ %
☐ Fixed
☐ Variable

10. Is this claim based on a lease? ☒ No
☐ Yes. Amount necessary to cure any default as of the date of the petition. \$ _____

11. Is this claim subject to a right of setoff? ☒ No
☐ Yes. Identify the property: _____

12. Is all or part of the claim entitled to priority under 11 U.S.C. § 507(a)?

A claim may be partly priority and partly nonpriority. For example, in some categories, the law limits the amount entitled to priority.

☐ No

☐ Yes. Check one:

☐ Domestic support obligations (including alimony and child support) under 11 U.S.C. § 507(a)(1)(A) or (a)(1)(B). Amount entitled to priority \$ _____

☐ Up to \$2,850* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use. 11 U.S.C. § 507(a)(7). \$ _____

☐ Wages, salaries, or commissions (up to \$12,850*) earned within 180 days before the bankruptcy petition is filed or the debtor's business ends, whichever is earlier. 11 U.S.C. § 507(a)(4). \$ _____

☐ Taxes or penalties owed to governmental units. 11 U.S.C. § 507(a)(8). \$ _____

☐ Contributions to an employee benefit plan. 11 U.S.C. § 507(a)(5). \$ _____

☒ Other. Specify subsection of 11 U.S.C. § 507(a)() that applies. \$ 37,072.96

* Amounts are subject to adjustment on 4/01/19 and every 3 years after that for cases begun on or after the date of adjustment.

Part 3: Sign Below

The person completing this proof of claim must sign and date it. FRBP 9011(b).

If you file this claim electronically, FRBP 5005(a)(2) authorizes courts to establish local rules specifying what a signature is.

A person who files a fraudulent claim could be fined up to \$500,000, imprisoned for up to 5 years, or both. 18 U.S.C. §§ 152, 157, and 3571.

Check the appropriate box:

- ☒ I am the creditor.
- ☐ I am the creditor's attorney or authorized agent.
- ☐ I am the trustee, or the debtor, or their authorized agent. Bankruptcy Rule 3004.
- ☐ I am a guarantor, surety, endorser, or other codebtor. Bankruptcy Rule 3005.

I understand that an authorized signature on this *Proof of Claim* serves as an acknowledgment that when calculating the amount of the claim, the creditor gave the debtor credit for any payments received toward the debt.

I have examined the information in this *Proof of Claim* and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on date 03/19/2019
MM DD YYYY

James W Huber
Signature

Print the name of the person who is completing and signing this claim:

Name JAMES WILLIAM HUBER
First name Middle name Last name

Title A/R MANAGER

Company LYKINS ENERGY SOLUTIONS
Identify the corporate servicer as the company if the authorized agent is a servicer.

Address 5163 WOLFEN PLEASANT HILL ROAD
Number Street

MILFORD OH 45150
City State ZIP Code

Contact phone 513 965 6285 Email JHUBER@LYKINSENERGY.COM



REMIT TO : Lykins Oil Company
 PO Box 643875
 Cincinnati, OH 45264-3875 USA

INVOICE DATE	INVOICE #	P.O.#	ACCOUNT #	CARRIER	SALESPERSON
01/23/2019	D40125	BR18274	963815475	Beems Dist	Rickey Davis

BILLING ADDRESS : New England Motor Freight
 P O Box 6031
 Elizabeth, NJ 07201

SHIPPING ADDRESS : New England Motor Freight
 1700 Georgesville Road
 Columbus, OH 43228

TERMS: 1% Net 10

DATE	BOL/TICKET	DESCRIPTION	GROSS	NET	PER UNIT	EXT
01/23/2019	188326	Uls Diesel Clear 15 Ppm/	7500.0 *	7580.0	\$1.8290	\$13,717.50
01/23/2019	188326	Base Freight	7500.0 *	7580.0	\$0.0265	\$198.75
01/23/2019		Taxes	7500.0 *	7580.0	\$0.5384	\$4,038.27
				Total :		\$17,954.52

Within - 20 Day Prior to Filing

FUEL TOTAL: \$13,717.50
 NON FUEL TOTAL: \$198.75
 TAX TOTAL: \$4,038.27

TAXES:

	PER UNIT	AMOUNT
Fed Diesel Excise Tax	\$0.24300	\$1,822.50
Federal MF Environmental Fee	\$0.00000	\$0.00
Federal LUST Fee	\$0.00100	\$7.50
OH Diesel Excise Tax	\$0.28000	\$2,100.00
OH PAT TAX DIESEL	\$0.01444	\$108.27
Total:		\$4,038.27

PAY THIS AMOUNT ---> **\$17,817.34**
 AFTER 2/2/2019 PAY THIS AMOUNT ---> \$17,954.52



REMIT TO : Lykins Oil Company
 PO Box 643875
 Cincinnati, OH 45264-3875 USA

INVOICE DATE	INVOICE #	P.O.#	ACCOUNT #	CARRIER	SALESPERSON
01/31/2019	D41068	BR18305	963815475	LTI Owner Operators	Rickey Davis

BILLING ADDRESS : New England Motor Freight
 P O Box 6031
 Elizabeth, NJ 07201

SHIPPING ADDRESS : New England Motor Freight
 1700 Georgesville Road
 Columbus, OH 43228

TERMS: 1% Net 10

DATE	BOL\TICKET	DESCRIPTION	GROSS	NET	PER UNIT	EXT
01/31/2019	189986	Uls Diesel Clear 15 Ppm/	7500.0 *	7589.0	\$1.9330	\$14,497.50
01/31/2019	189986	Base Freight	7500.0 *	7589.0	\$0.0265	\$198.75
01/31/2019		Taxes	7500.0 *	7589.0	\$0.5384	\$4,038.27
				Total :		\$18,734.52

Within - 20 Day Run to filling

FUEL TOTAL: \$14,497.50
 NON FUEL TOTAL: \$198.75
 TAX TOTAL: \$4,038.27

TAXES:

	PER UNIT	AMOUNT
Fed Diesel Excise Tax	\$0.24300	\$1,822.50
Federal MF Environmental Fee	\$0.00000	\$0.00
Federal LUST Fee	\$0.00100	\$7.50
OH Diesel Excise Tax	\$0.28000	\$2,100.00
OH PAT TAX DIESEL	\$0.01444	\$108.27
Total:		\$4,038.27

PAY THIS AMOUNT ---> \$18,589.54
 AFTER 2/10/2019 PAY THIS AMOUNT ---> \$18,734.52